

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF OHIO
EASTERN DIVISION

KARPUS MANAGEMENT INC.,)	Case No. 1:07-CV-01716
Individually and on Behalf of a Class of)	
Similar Plaintiffs,)	
)	
Plaintiffs,)	Judge Gwin
)	
v.)	Magistrate Judge Gallas
)	
BRANTLEY CAPITAL CORP.,)	
ROBERT P. PINKAS, MICHAEL J. FINN,)	
PAUL H. CASCIO, TAB KEPLINGER,)	
SHAWN WYNNE, and John Does #1-10,)	
)	
Defendants.)	

[PROPOSED] ORDER AWARDING FEES AND EXPENSES

WHEREAS Lead Plaintiff Karpus Management Inc. has moved pursuant to Fed. R. Civ. P. Rule 23(h) for fees and expenses in this action based on the declaration of Cody Bartlett Jr. and the declaration of William C. Rand, Esq. and the exhibits attached thereto, and the memorandum of law in support of the motion; and

WHEREAS, this Court has approved finally the settlement of this action, which settlement was preliminarily approved by this Court by Order filed on October 17, 2007;

NOW THEREFORE, upon consideration of the foregoing, the filings in this action, and the entire record, and good cause appearing,

IT IS HEREBY ORDERED, ADJUDGED and DECREED THAT:

1. Lead Plaintiff Karpus Management Inc. is awarded \$6,699.46 as reimbursement for its direct out-of-pocket legal expenses related to this action; and

2. Lead Plaintiff Karpus Management Inc.'s counsel, Law Office of William Coudert Rand, is awarded fees and expenses in the amount of two hundred and ninety thousand dollars (\$290,000), equal to legal fees of \$287,989.48 and expenses of \$2,010.52;

3. Such amounts to be paid from the settlement fund of \$3,750,000 on the day five business days after the Effective Date of the Settlement as such date is defined in the Settlement Stipulation filed in this action.

IT IS SO ORDERED.

DATED: _____, 2008

JAMES S. GWIN
UNITED STATES DISTRICT JUDGE